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**ASSOCIATES & AVARD LAW OFFICE**

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By Appointment:  
5020 N. Tamiami Tr. N  
Naples, FL 33940

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Pt. Charlotte, FL 33952

**TRANSMITTAL LETTER**

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
409 E. Gaines St.  
Tallahassee, FL 32399

100001743031  
-03/14/96--01053--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT; ASSOCIATES AND AVARD LAW OFFICES, P.A.

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE ARTICLES OF INCORPORATION AND A CHECK FOR \$ 70.00 FOR FILING FEE AND REGISTERED AGENT FEE. We have mailed these by courier delivery.

PLEASE RETURN THE PHOTOCOPY OF THE ARTICLES STAMPED WITH THE FILING DATE.

I NEED THESE ARTICLES **RETURNED IMMEDIATELY**. THEREFORE, I HAVE ENCLOSED A ~~FEDERAL~~ EXPRESS PREPAID RETURN.

*AIRBORNE*

Thank you.

Very truly yours,

*Carol A. Avard*

Carol A. Avard  
Associates and Avard Law Offices  
4005 Del Prado Blvd., Ste. A  
Cape Coral, FL 33904  
Tel: 941 945 0808

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 MAR 14 AM 11:21

FILED

68 3/19/96

ARTICLES OF INCORPORATION  
OF  
ASSOCIATES AND AVARD LAW OFFICES, P.A

FILED  
95 MAR 14 AM 11:21  
RECORDS & CLERK OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, BEING DULY LICENSED TO PRACTICE LAW UNDER THE LAWS OF THE STATE OF FLORIDA, ADOPTS THESE ARTICLES TO FORM A CORPORATION UNDER THE PROFESSIONAL SERVICE CORPORATION ACT, F.S. CHAPTER 621, AND OTHER LAWS OF THE STATE OF FLORIDA.

ARTICLE I. NAME

The name of the professional service corporation is ASSOCIATES AND AVARD LAW OFFICES, P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 4005 Del Prado Blvd., Ste.A, Cape Coral, Florida, 33904.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of law. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 2000 shares of common stock.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice law in the State of Florida.

#### ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 4005 Del Prado, Ste. A, Cape Coral, Florida 33904. The name of the initial registered agent at that address is Carol A. Avarad.

#### ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is Carol A. Avarad, 4005 Del Prado Blvd., Ste. A, Cape Coral, Florida 33904.

#### ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as subscriber is Carol A. Avarad, 4005 Del Prado Blvd., Ste. A, Cape Coral, Florida 33904.

#### ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the right of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice law in the

State of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholders.

#### ARTICLE X. AMENDMENT

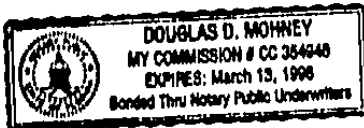
The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on March 13, 1996.

Carol A. Avar  
Carol A. Avar

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing articles of incorporation were acknowledged before me on March 13, 1996.



[Signature]  
Notary Public  
My Commission Expires:

#### ACKNOWLEDGMENT OF REGISTERED AGENT

I Carol A. Avar acknowledge that I am the registered agent of Associates and Avar Law Offices, P.A. and as such I accept all duties assigned to the office of registered agent.

Carol A. Avar